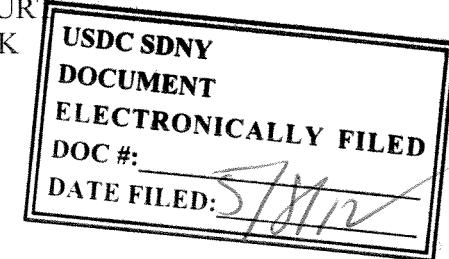


IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORKJOSE NIEVES and COLLIN DEWAR
on behalf of themselves and all others
similarly situated,*Plaintiffs,*

v.

COMMUNITY CHOICE HEALTH PLAN OF
WESTCHESTER, INC., et al.*Defendants.*§
§
§
Case No. 7:08 Civ. 0321
(VB)(PED)§
§
§
§
§**[PROPOSED] FINAL ORDER PURSUANT TO FED. R. CIV. P. 23 APPROVING
SETTLEMENT AGREEMENT BETWEEN THE DEFENDANTS AND THE
SETTLEMENT CLASS AND GRANTING RELATED RELIEF**

The Court has considered the joint motion (“Joint Motion”) of: Plaintiffs Jose Nieves and Collin Dewar (“Plaintiffs”) and Defendants Community Choice Health Plan of Westchester, Inc., and Sound Shore Medical Center of Westchester, Inc. (“Defendants”)¹, by and through their respective counsel of record, for an Order, among other things, 1) Preliminarily Approving the Settlement Agreement between Plaintiffs, on their own behalf and on behalf of the Settlement Class and the Defendants; (2) Approving the Form and Manner of Notice to the Settlement Class; and (3) Scheduling a Final Fairness Hearing for the Final Consideration and approval of the Settlement

In accordance with the terms and conditions of the Stipulation attached to the Settlement as Exhibit B, the Court will dismiss with prejudice all WARN Act claims against Mount Vernon Neighborhood Health Center, Inc. in this matter following entry of this Order and the dismissal of CCHP and Sound Shore pursuant to the terms of the compromise and settlement. Plaintiffs and Mount Vernon Neighborhood Health Center, Inc. are to submit the signed Stipulation, attached as Exhibit B to the Settlement, for entry upon the occurrence of the conditions precedent to the dismissal.

Agreement and (4) Granting Related Relief.

The Court finds:

- A. The Court entered an Order on 2/24/12, 2011, granting preliminary approval of the Settlement Agreement and approving the form and manner of notice of the Settlement Agreement and the deadline for opt-outs or objections to be given to all Settlement Class members;
- B. Due notice has been given to the Settlement Class of the proposed Settlement Agreement, the right to opt-out or object to the proposed Settlement Agreement and the right to appear in person or by counsel at the fairness hearing; and no other and further notice is required and such notice is deemed proper and sufficient under the circumstances;
- C. There were 0 objections to the Settlement and 1 opt-outs;
- D. The Court held a fairness hearing on May 8, 2012, to consider final approval of the Settlement Agreement;
- E. All Settlement Class Members are bound by this Order and the terms of the Settlement Agreement;
- E. The terms of the Settlement Agreement are fair, reasonable and adequate under Federal Rule of Civil Procedure 23 and the law of this Circuit;
- F. The Settlement Agreement was negotiated at arms length and in good faith, is fair, equitable and in the best interests of the parties;
- G. Other good and sufficient cause exists for granting the relief requested in the Joint Motion.

IT IS HEREBY ORDERED THAT:

1. The Joint Motion is granted and the Settlement Agreement, attached to the Joint Motion, is APPROVED as fair and reasonable. The parties are authorized to implement its terms.

2. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated:

5/8/12
White Plains, NY



UNITED STATES DISTRICT COURT JUDGE

SERVICE LIST FOR ENTERED ORDER

Served Electronically:

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On Behalf of the Plaintiffs and Settlement Class and as Cooperating Counsel for the
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On Behalf of Defendant Sound Shore Medical Center of Westchester, Inc.

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On Behalf of Defendant Mount Vernon Neighborhood Health Center, Inc.